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## CERTIFICATE OF TRUST

The undersigned Grantor hereby certifies the following:

1. This Certificate of Trust relates to the MARIFRED VAUGHAN JACKSON TRUST DATED APRIL 14, 1998 (the "Trust") created by declaration of trust agreement (the "Trust Agreement") executed by MARIFRED VAUGHAN JACKSON.

2. The name of the Grantor is MARIFRED VAUGHAN JACKSON.

3. The name of the original trustee is MARIFRED VAUGHAN JACKSON.

4. The name and address of each trustee empowered to act under the Trust Agreement at the time of the execution of this Certificate of Trust are:

Primary: MARIFRED VAUGHAN JACKSON,  
297 Grove Park, Memphis, Tennessee 38117

Successor: THOMAS MARION JACKSON,  
297 Grove Park, Memphis, Tennessee 38117

Alternate Successor: MARY VAUGHAN CARPENTER,  
2913 Greenleaf, Union City, Tennessee 38261

Second Alternate Successor: MARTHA FERRY BIONDI,  
580 Old Elm Road, Highland Park, IL 60038

Third Alternate Successor: OLEN M. BAILEY, JR.  
5050 Poplar Avenue, Suite 1710, Memphis, Tennessee 38157

5. The trustee(s) are authorized by the Trust Agreement to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert or allot the trust property, including real and personal property including but not limited to securities of all kinds, and to sell upon deferred payments, except as limited by the following (if none, so indicate): NONE

6. The undersigned hereby represents that the statements contained in this Certificate of Trust are true and correct, and that there are no other provisions in the Trust Agreement or amendments to it that limit the powers of the Trustee to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert, allot or sell upon deferred payments trust property, including real and personal property including but not limited to securities of all kinds.

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7. This trust has not been revoked, modified, or amended in any manner which would cause the representations in this certification of trust to be incorrect. This trust is being signed by all currently acting trustees of the trust.

8. Pursuant to Tennessee Code Annotated Section 26-4-101, this duly registered Certificate of Trust shall constitute notice to any creditor of any beneficiary of any trust created by or pursuant to the Trust Agreement that certain trusts hereby declared and created by or pursuant to the Trust Agreement are Spendthrift Trust(s).

*Marifred Vaughan Jackson*  
MARIFRED VAUGHAN JACKSON

STATE OF TENNESSEE

)

) SS:

COUNTY OF SHELBY

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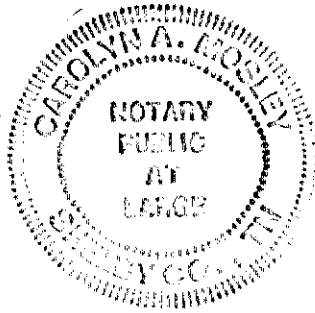
Personally came before me this 14th day of April, 1998, the above named MARIFRED VAUGHAN JACKSON, to me known to be the person who executed the foregoing instrument and acknowledged the same.

*Carolyn A. Mosley*

Carolyn A. Mosley, Notary Public

Shelby County, Tennessee

My Commission expires 04/12/2000



This instrument was drafted by  
Olen M. "Mac" Bailey, Jr., Attorney-at-Law  
5050 Poplar Avenue, Suite 1710  
Memphis, Tennessee 38157  
901-763-0125

No. HK 3980	
D/C	DR# 3
Pgs. 2	Itm.
Val	
STATE TAX	
REGISTER'S FEE	
RECORDING FEE 8.00	
WT <input type="checkbox"/>	MISC FEE
TOTAL	
STATE OF TENNESSEE	
SHELBY COUNTY	
GUY B. F. 125	
REGISTER	

HK3980

SHELBY COUNTY  
REGISTER OF DEEDS

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